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Attorneys for Penske Auto Group, Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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| ----- | X | |
| | : | |
| In re | : | Chapter 11 |
| | : | |
| GENERAL MOTORS CORP., <i>et al.</i> | : | Case No. 09-50026 (REG) |
| | : | |
| | : | (Jointly Administered) |
| Debtors. | : | |
| | : | |
| ----- | X | |

**NOTICE OF APPEARANCE OF PENSKE AUTO GROUP, INC.
AND REQUEST FOR SERVICE OF NOTICES AND DOCUMENTS**

PLEASE TAKE NOTICE, that Penske Auto Group, Inc. (“Penske”), a creditor of General Motors Corp. and its affiliated entities, the debtors and debtors-in-possession herein, hereby appears in this case by its counsel, Venable LLP, and such counsel hereby enter their appearance, pursuant to § 1109 of the United States Bankruptcy Code (“Bankruptcy Code”) and Federal Rule of Bankruptcy Procedure 9010(b), and such counsel hereby request, pursuant to Federal Rules of Bankruptcy Procedure 2002, 3017, and 9007, and §§ 342 and 1109(b) of the

Bankruptcy Code, that copies of all notices, pleadings and other papers given or filed in this case be served upon them at the following address:

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PLEASE TAKE FURTHER NOTICE, that the foregoing request includes, without limitation, any application, motion, complaint, petition, pleading, demand, notice, plan, disclosure statement, or report, whether formal or informal, whether written or oral, and whether transmitted by mail, delivery, telephone, telecopier or otherwise.

THIS ENTRY OF APPEARANCE AND REQUEST FOR NOTICES AND SERVICE OF DOCUMENTS is without prejudice to the remedies and claims of Penske against other entities, or any objection that may be made to the jurisdiction or venue of this Court, and shall not be deemed or construed to be a waiver of Penske's rights to (1) have final orders in noncore matters entered only after de novo review by a district judge, (2) trial by jury in any proceeding related to this case, (3) have the district court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (4) any other rights, claims, actions, setoffs, or recoupments to which Penske is, or may be entitled, in law or in equity, all of which rights Penske expressly reserves.

Dated: June 11, 2009

Respectfully submitted,

VENABLE LLP

/s/ Edward A. Smith

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CERTIFICATE OF SERVICE

I hereby certify that I caused a copy of the foregoing Notice of Appearance of Penske Auto Group, Inc. and Request for Service of Notices and Documents to be served this 11th day of June, 2009, to be served via first class mail, postage prepaid, upon the following and through the CM/ECF System for the United States Bankruptcy Court for the Southern District of New York:

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